

FREJKA PLLC  
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*Attorneys for Defendants*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT SECURITIES  
LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation of Bernard  
L. Madoff Investment Securities LLC,

Plaintiff,

v.

ESTATE OF ELAINE COOPER, STEVEN MNUCHIN, as  
executor, as trustee, and as an individual, ALAN MNUCHIN,  
as executor, as trustee, and as an individual, GENERATION  
SKIPPING TRANSFER TRUST FBO ALAN MNUCHIN  
AND HIS ISSUE UNDER ARTICLE 4 OF THE LAST  
WILL AND TESTAMENT OF ELAINE TERNER  
COOPER, a New York trust, GENERATION SKIPPING  
TRANSFER TRUST FBO STEVEN MNUCHIN AND HIS  
ISSUE UNDER ARTICLE 4 OF THE LAST WILL AND  
TESTAMENT OF ELAINE TERNER COOPER, New York  
trust, TRUST FBO ALAN MNUCHIN UNDER ARTICLE  
5A OF THE LAST WILL AND TESTAMENT OF ELAINE  
TERNER COOPER, a New York trust, TRUST FBO  
STEVEN MNUCHIN AND HIS ISSUE UNDER ARTICLE

Adv. Pro. No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

Adv. Pro. No. 10-05167 (SMB)

5B OF THE LAST WILL AND TESTAMENT OF ELAINE TERNER COOPER, New York trust, TRUST FBO E.M. UNDER ARTICLE 5C OF THE LAST WILL AND TESTAMENT OF ELAINE TERNER COOPER, New York trust, TRUST FBO D.M. UNDER ARTICLE 5C OF THE LAST WILL AND TESTAMENT OF ELAINE TERNER COOPER, New York trust, TRUST FBO J.M. UNDER ARTICLE 5C OF THE LAST WILL AND TESTAMENT OF ELAINE TERNER COOPER, New York trust, WILLIAM D. ZABEL, as trustee, and NELL HEFFNER,

Defendants.

**NOTICE OF SUBSTITUTION OF COUNSEL AND PROPOSED ORDER**

PLEASE TAKE NOTICE that the law firm of Frejka PLLC, 733 Third Avenue, New York, New York 10017, shall be substituted in place of the law firm of Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 as counsel of record for Estate of Elaine Cooper, Steven Mnuchin, Alan Mnuchin, Generation Skipping Transfer Trust FBO Alan Mnuchin and His Issue Under Article 4 of the Last Will and Testament of Elaine Terner Cooper, Generation Skipping Transfer Trust FBO Steven Mnuchin and His Issue Under Article 4 of the Last Will and Testament of Elaine Terner Cooper, Trust FBO Alan Mnuchin Under Article 5A of the Last Will and Testament of Elaine Terner Cooper, Trust FBO Steven Mnuchin and His Issue Under Article 5B of the Last Will and Testament of Elaine Terner Cooper, Trust FBO E.M. Under Article 5C of the Last Will and Testament of Elaine Terner Cooper, Trust FBO D.M. Under Article 5C of the Last Will and Testament of Elaine Terner Cooper, Trust FBO J.M. Under Article 5C of the Last Will and Testament of Elaine Terner Cooper, William D. Zabel, and Nell Heffner (the “Defendants”) in this adversary proceeding. All notices given or required to be given in this adversary proceeding shall be given to and served upon the following:

FREJKA PLLC  
733 Third Avenue  
New York, New York 10017  
Attn: Elise S. Frejka  
Jason S. Rappaport  
Telephone: (212) 641-0800  
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[jrappaport@frejka.com](mailto:jrappaport@frejka.com)

PLEASE TAKE FURTHER NOTICE THAT the Defendants have knowledge of and  
consent to this substitution of counsel.

Dated: New York, New York  
March 27, 2015

KRAMER LEVIN NAFTALIS &  
FRANKEL LLP

By: /s/ Philip Bentley  
Philip Bentley  
1177 Avenue of the Americas  
New York, New York 10036  
Telephone: (212) 715-9100  
Facsimile: (212) 715-8000

Dated: New York, New York  
March \_\_\_, 2015

Dated: New York, New York  
March 27, 2015

FREJKA PLLC

By: /s/ Elise S. Frejka  
Elise S. Frejka  
Jason S. Rappaport  
733 Third Avenue  
New York, New York 10017  
Telephone: (212) 641-0800

SO ORDERED:

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HON. STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION  
CORPORATION,

v.  
Plaintiff,

BERNARD L. MADOFF INVESTMENT SECURITIES  
LLC,

Defendant.

Adv. Pro. No. 08-01789 (SMB)

SIPA Liquidation

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation of  
Bernard L. Madoff Investment Securities LLC,

v.  
Plaintiff,

ESTATE OF ELAINE COOPER, STEVEN MNUCHIN,  
as executor, as trustee, and as an individual, ALAN  
MNUCHIN, as executor, as trustee, and as an individual,  
GENERATION SKIPPING TRANSFER TRUST FBO  
ALAN MNUCHIN AND HIS ISSUE UNDER ARTICLE  
4 OF THE LAST WILL AND TESTAMENT OF ELAINE  
TERNER COOPER, a New York trust, GENERATION  
SKIPPING TRANSFER TRUST FBO STEVEN  
MNUCHIN AND HIS ISSUE UNDER ARTICLE 4 OF  
THE LAST WILL AND TESTAMENT OF ELAINE  
TERNER COOPER, New York trust, TRUST FBO ALAN  
MNUCHIN UNDER ARTICLE 5A OF THE LAST WILL  
AND TESTAMENT OF ELAINE TERNER COOPER, a  
New York trust, TRUST FBO STEVEN MNUCHIN AND  
HIS ISSUE UNDER ARTICLE 5B OF THE LAST WILL  
AND TESTAMENT OF ELAINE TERNER COOPER,  
New York trust, TRUST FBO E.M. UNDER ARTICLE  
5C OF THE LAST WILL AND TESTAMENT OF  
ELAINE TERNER COOPER, New York trust, TRUST  
FBO D.M. UNDER ARTICLE 5C OF THE LAST WILL  
AND TESTAMENT OF ELAINE TERNER COOPER,

Adv. Pro. No. 10-05167 (SMB)

New York trust, TRUST FBO J.M. UNDER ARTICLE 5C OF THE LAST WILL AND TESTAMENT OF ELAINE TERNER COOPER, New York trust, WILLIAM D. ZABEL, as trustee, and NELL HEFFNER,

Defendants.

DECLARATION OF ELISE S. FREJKA

I, ELISE S. FREJKA declare as follows:

1. I am a member of the firm of Frejka PLLC and a member of the Bar of this Court.

Pursuant to Local Civil Rule 1.4 of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I submit this declaration in support of the accompanying notice and proposed order substituting Frejka PLLC for Kramer Levin Naftalis & Frankel LLP as counsel for Estate of Elaine Cooper, Steven Mnuchin, Alan Mnuchin, Generation Skipping Transfer Trust FBO Alan Mnuchin and His Issue Under Article 4 of the Last Will and Testament of Elaine Terner Cooper, Generation Skipping Transfer Trust FBO Steven Mnuchin and His Issue Under Article 4 of the Last Will and Testament of Elaine Terner Cooper, Trust FBO Alan Mnuchin Under Article 5A of the Last Will and Testament of Elaine Terner Cooper, Trust FBO Steven Mnuchin and His Issue Under Article 5B of the Last Will and Testament of Elaine Terner Cooper, Trust FBO E.M. Under Article 5C of the Last Will and Testament of Elaine Terner Cooper, Trust FBO D.M. Under Article 5C of the Last Will and Testament of Elaine Terner Cooper, Trust FBO J.M. Under Article 5C of the Last Will and Testament of Elaine Terner Cooper, William D. Zabel, and Nell Heffner (the "Defendants") in the above-captioned adversary proceeding. I also have read Local Bankruptcy Rule 2090-1 of the Local Rules of the United States Bankruptcy Court for the Southern District of New York.

2. The Defendants have requested and consent to this substitution of counsel.

3. It is not expected that any delay or prejudice will result to any party in this proceeding from this substitution of counsel.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York  
March 27, 2015

By: /s/ Elise S. Frejka  
Elise S. Frejka